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BellSouth Telecommunications, Inc
333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

joelle.phillips@bellsouth.com

T.R.A. DOCKET ROOM
February 13, 2004

Joelle J Phillips
Attorney

615 214 6311
Fax 615 214 7406

VIA HAND DELIVERY

Hon Deborah Taylor Tate, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Implementation of the Federal Communications Commission's
Triennial Review Order (Nine-month Proceeding) (Loop & Transport)*
Docket No. 03-00527

Dear Chairman Tate

Pursuant to the Hearing Officer's Order of January 28, 2004, enclosed are the original and fourteen copies of the non-proprietary responses to BellSouth's subpoena issued in the referenced matter on or about January 23, 2004 from the following entities

AT&T
Cinergy (Wright Businesses)
Electric Power Board of Chattanooga
MCI (Objections and Responses)
Qwest
XO Tennessee, Inc.

A copy of this letter is being provided to counsel of record.

Cordially,

A handwritten signature in black ink, appearing to read "Joelle Phillips", written over a horizontal line.

Joelle Phillips

JJP:ch

526912

BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

IN RE:

IMPLEMENTATION OF THE FEDERAL)	
COMMUNICATIONS COMMISSION'S)	DOCKET NO.
TRIENNIAL REVIEW ORDER – 9 MONTH)	03-00527
PROCEEDING – LOOP AND TRANSPORT)	

AT&T'S RESPONSES TO BELL SOUTH'S
SUBPOENA DUCES TECUM FOR DEPOSITION IN LIEU OF APPEARANCE

AT&T Communications of the South Central States, LLC (hereinafter "AT&T") pursuant to T.C.A. Sections 4-5-311 and 65-2-102 and Rules 26.02 and 33.01 of the Tennessee Rules of Civil Procedure, hereby submits the following in Lieu of Appearance for Oral Deposition.

**RESPONSES TO MATTERS UPON WHICH EXAMINATION
HAS BEEN REQUESTED**

Number 1: Please admit that AT&T Communications of the South Central States, LLC, ("AT&T") has deployed high capacity transport facilities to each of the central offices (identified by CLLI code) listed in Exhibit 1 attached hereto.

Response: AT&T denies that it has deployed, to any of the central offices listed in the confidential attachment, any facilities that meet the FCC's definition of dedicated transport as contained and explained within the TRO (facilities that provide a dedicated route between two ILEC central offices). Additionally AT&T

denies that it has any presence in certain of the central offices listed in the confidential attachment.

See the attached Confidential document which contains specific responses for each of the central offices in all BellSouth States for which this information has been requested.

Number 2

Please admit that AT&T can route or transport traffic using AT&T's own facilities between any pair of central offices to which it has deployed high capacity transport facilities. This includes routing or transporting traffic directly between the central offices or indirectly through an intermediate aggregation point, such as AT&T's switch or the switch of another AT&T.

Response:

Denied.

The "transport" at issue in this proceeding is "dedicated transport" which the FCC defines as being "dedicated to a particular customer or carrier." It is not possible to provide transport dedicated to a particular customer or carrier through a switch. Switches are designed and function to connect different customers to each other on an as needed basis.

SBC agrees that dedicated transport does not include switching. In testimony filed before the California Public Utilities Commission on November 20, 2003, Mr. Scott J. Alexander, of SBC, provided the following definition of dedicated transport.

Dedicated transport facilities connect two points within a communications network, so that information can be transmitted between those two points. "Dedicated" transport means all or part of the facility is dedicated to a particular carrier or use and that there is no switching interposed along the transport route.

(Emphasis added – testimony in dockets R. 95-04-043 and I. 95-04-044, November 20, 2003)

AT&T does not have its own facilities "between any pair of central offices" in any portion of BellSouth's nine state territory on either a direct or indirect (through some other central office) basis.

AT&T typically connects its on-net collocations, that is, collocations to which it has constructed fiber facilities to its network (i.e., an entrance facility), using two-point rings, where one point is the collocation and the second is the AT&T network

location (e.g., an AT&T switching center or point of presence). Accordingly, it is not possible to provide "dedicated transport" because, even though more than one collocation is on the same cable route, the collocations are not on the same fibers.

AT&T ring construction practices do not provide for multiple incumbent wire centers on the same ring. In the rare instances that multiple incumbent wire centers exist on the same ring, this condition is likely to be the result of (1) acquiring the fiber network of a company that deployed such configurations or (2) sales force error (e.g., sales personnel making commitments based on an erroneous belief that a building was on AT&T's network when it was not). In any event, the presence of multiple incumbent wire centers on the same ring/transmission system is a rare operational exception to AT&T's network engineering practices.

Even though technology may permit a carrier to create a dedicated transport path between two points, the cost of doing so can be substantial, particularly given that the demand between the two endpoints in the incumbent's network will likely be very small. Accordingly, the FCC's trigger analysis properly requires that a "trigger firm" actually be providing service between the identified offices that form a dedicated transport route. As with all facilities construction, a carrier cannot reasonably be expected to incur the costs of providing connections unless it is a rational approach to the serving arrangement and has the prospect to generate revenues sufficient to cover the costs incurred. AT&T has found that demand for capacity between two ILEC wire locations on its own ring is too small to justify such an approach.

Number 3

Please admit that AT&T has fiber based collocation arrangements at the central offices (identified by CLLI code) listed in Exhibit 1 attached hereto.

Response:

The document attached in Response contains specific responses for each of the central offices in all BellSouth States for which this information has been requested.

Number 4

If AT&T has denied any of the previous Requests for

Admissions, state all facts and identify all documents that support such denial.

Response: See the rebuttal and surrebuttal testimony of Jay M. Bradbury previously filed in this docket. See also AT&T's previously submitted discovery responses.

As used in the attachment, the term "Deny (LD)" is associated with an AT&T network location on AT&T's Long Distance Network rather than AT&T's Local Network.

As used in the attachment, the term "Admit (M1) and Deny (AT&T)" means that the fiber entering that location is owned and used exclusively by Comcast (formerly Media One). AT&T's Local Network collocation at that location is not fiber based.

As used in the attachment, the term "No presence" means that according to its records AT&T does not have an active collocation at the location.

Number 5: If AT&T has admitted any portion of Request for Admission 24, please describe with particularity the nodes or termination points along the route.

Response: Not applicable.

Number 6: If AT&T has deployed any high capacity loop facilities in any of the Southeastern states, please provide the percentage of buildings where AT&T installed its own inside wiring, the percentage of buildings where AT&T is leasing inside wiring from another carrier, including the ILEC, and the percentage of buildings where AT&T is using inside wiring owned by the building owner. In each of these situations, please describe with specificity the cost paid for installing or leasing the inside wire in buildings.

Response: Inside wiring is the customer's responsibility. AT&T stops at the network interface device on the customer premises.

RESPONSE TO REQUEST FOR PRODUCTION

Number 1: Produce any documents identified above.

Response: The document identified in these Responses is attached hereto.

SUBMITTED this 11th day of February, 2004.

Counsel for AT&T Communications of the
South Central States

Henry Walker
Boult, Cummings, Conners & Berry
414 Union Street
Suite 1600
Nashville, TN 37219
615-252-2363 (Telephone)
615-252-6363 (Fax)
hwalker@boultcummings.com

State	High Capacity-Transport	Fiber Based Collocation
Alabama	No presence	No presence
	Deny	Admit
	Deny	Deny
	Deny	Deny
	Deny	Deny (LD)
	Deny	Deny (LD)
Florida	Deny	Admit
	Deny	Admit
	No presence	No presence
	Deny	Deny
	Deny	Deny (LD)
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Deny (LD)
	No presence	No presence
	Deny	Admit
	Deny	Deny
	Deny	Deny
	Deny	Admit
	Deny	Deny
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Deny
	Deny	Deny
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Admit
	Deny	Deny
	Deny	Deny
No presence	No presence	
Deny	Deny	
Deny	Admit	
Deny	Admit	
Deny	Deny	
Deny	Admit	
Deny	Admit	
No presence	No presence	
Deny	Deny (LD)	
No presence	No presence	
Deny	Deny	
Deny	Admit	
No presence	No presence	
Deny	Admit	

No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence
No presence	No presence

Georgia

Deny	Deny (LD)
Deny	Deny (LD)
Deny	Admit
Deny	Admit
Deny	Admit
Deny	Admit
Deny	Admit
Deny	Admit (M1) and Deny (AT&T)
Deny	Admit
Deny	Deny
Deny	Deny (LD)
Deny	Deny
Deny	Deny
Deny	Admit
Deny	Admit (M1) and Deny (AT&T)
Deny	Deny
Deny	Deny (LD)
Deny	Admit
Deny	Admit
Deny	Admit (M1) and Deny (AT&T)
Deny	Admit
Deny	Admit
Deny	Admit (M1) and Deny (AT&T)
Deny	Admit
Deny	Admit
Deny	Deny (LD)
Deny	Admit

Kentucky

No presence	No presence
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Louisiana

Deny	Deny (LD)
Deny	Deny (LD)
Deny	Deny (LD)

Mississippi

Deny	Deny (LD)
Deny	Deny (LD)

N. Carolina

Deny	Deny (LD)
Deny	Admit
Deny	Admit

Deny	Admit
Deny	Admit
Deny	Admit
Deny	Admit
Deny	Deny
Deny	Admit
Deny	Admit
Deny	Deny
Deny	Admit
Deny	Admit
Deny	Admit
Deny	Admit

S. Carolina

Deny	Deny (LD)
Deny	Deny (LD)

Tennessee

Deny	Deny
Deny	Admit
Deny	Admit
Deny	Deny
Deny	Admit
Deny	Deny
Deny	Deny (LD)
No presence	No presence
No presence	No presence
Deny	Deny
Deny	Deny
No presence	No presence
Deny	Admit
Deny	Admit
Deny	Admit

520596
Cinergy Communications Company
8829 Bond Street
Overland Park, KS 66214
phone 913 492 1230
fax 913 492 1684

February 9, 2004

CINERGY.
COMMUNICATIONS

Mr Guy M Hicks
BellSouth Telecommunications, Inc.
333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

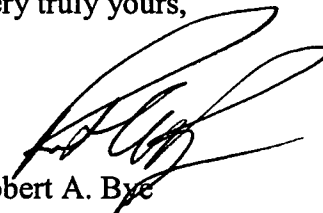
Re: Response to Subpoena Duces Tecum

Dear Mr. Hicks:

In response to your subpoena, enclosed please find documentation establishing that Wright Businesses, Inc is now Cinergy Communications Company. Cinergy Communications Company previously filed the enclosed responses to discovery which are responsive to your request.

If you have any questions regarding these responses contact the undersigned.

Very truly yours,



Robert A. Bye

Vice President and
General Counsel

Encl.

0085590.09

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

COMMUNITY TELEPHONE CORPORATION, a corporation organized

John Y. Brown III
Secretary of State

Received and Filed
04/16/2001 12:11 PM

Fee Receipt: \$40.00

sperry - PAOA

under the laws of the State of Kentucky, by its President and Secretary, does hereby
certify:

1. That the board of directors of said corporation at a meeting duly convened
and held on the 7th day of March, 2001, passed a resolution declaring that the following
change and amendment in the articles of incorporation is advisable.

RESOLVED that subsection (A) of the first paragraph of said Articles of
Incorporation be amended to read as follows: "The name of the corporation is
CINERGY COMMUNICATIONS COMPANY."

2. That the above amendment of the said Articles of Incorporation was
adopted unanimously by the board of directors and without shareholder action. That
pursuant to KRS 271B.10-010, et seq., said adoption by the board of directors does not
require the approval or action of the shareholders for said amendment.

IN WITNESS WHEREOF, the said President has caused this ARTICLES OF
AMENDMENT to be signed by its President and its Secretary this 3rd day of
April, 2001.

COMMUNITY TELEPHONE CORPORATION


John Cinelli, President


Cole Hawks, Secretary

#85590

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

WRIGHT BUSINESSES, INC., a corporation organized under the laws of the State of Kentucky, by its President and Secretary, does hereby certify:

That the board of directors of said corporation at a meeting duly convened and held on the 2nd day September, 1998, passed a resolution declaring that the following change and amendment in the articles of incorporation is advisable:

RESOLVED that subsection (A) of the first paragraph of said Articles of Incorporation be amended to read as follows: "The name of the corporation is COMMUNITY TELEPHONE CORPORATION."

That the above amendment of the said Articles of Incorporation was adopted unanimously by the board of directors and without shareholder action. That pursuant to KRS 271B.10-010, et al., said adoption by the board of directors does not require the approval or action of the shareholders for said amendment.

IN WITNESS WHEREOF, the said President has caused this ARTICLES OF AMENDMENT to be signed by its President and its Secretary this 25th day of September, 1998.

WRIGHT BUSINESSES, INC.

By: A.D. Wright President
A.D. Wright, President

Shawn Turner
Shawn Turner, Secretary

ARTICLES OF INCORPORATION
OF
WRIGHT BUSINESSES, INC.

DEC 21 1977

Dwight P. Davis
IMD SECRETARY OF STATE

The undersigned, desiring to form a corporation, do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Wright Businesses, Inc.

ARTICLE II

The purpose of this corporation shall be to carry on the business of buying, manufacturing, selling, leasing and using machinery, devices, supplies, furniture and articles of every kind pertaining to or in any wise connected with the operation of a business or office including any and all types of security alarm systems and any and all devices, machinery, equipment and supplies that pertain to communications or sound equipment or systems and to carry on a general wholesale and retail merchandising business and to do any and all things necessary and pertinent to said business and to have all powers and privileges, directly and indirectly related thereto and shall include transactions of any and all lawful business as provided in Chapter 271A of the Kentucky Revised Statutes.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The corporation shall have the authority to issue one thousand (1000) shares of no par value common stock. Each share shall carry one vote and there will be no other class of stock.

ARTICLE V

The address of its registered office in this state shall be

EXHIBIT "A"

611 Broadway, Paducah, Kentucky 42001 and the name of the corporation's registered agent shall be A. D. Wright, Jr., 611 Broadway, Paducah, Kentucky 42001.

ARTICLE VI

The initial board of directors of this corporation shall be two and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are Arthur D. Wright, 611 Broadway, Paducah, Kentucky and A. D. Wright, Jr., 611 Broadway, Paducah, Kentucky 42001.

ARTICLE VII

The names and addresses, including streets and numbers of the incorporators of said corporation shall be Arthur D. Wright, 611 Broadway, Paducah, Kentucky and A. D. Wright, Jr., 611 Broadway, Paducah, Kentucky 42001.

ARTICLE VIII

There are no provisions granting preemptive rights.

ARTICLE IX

Provisions for the regulation of the internal affairs of the corporation are to be more fully defined in the by-laws of said corporation and the board of directors may, from time to time, by a vote of the majority of its members make, alter, amend or rescind any of the by-laws of this corporation.

ARTICLE X

The minimum of capital at which this said corporation commences shall be ONE THOUSAND DOLLARS AND NO/100 (\$1000.00).

IN WITNESS WHEREOF, we have hereunto subscribed our names on this the 15th day of December, 1977.


Arthur D. Wright
Arthur D. Wright Jr.

STATE OF KENTUCKY

COUNTY OF McCRACKEN

Subscribed and sworn to before me, a Notary Public, in and for the aforesaid state and county by the above named Arthur D. Wright who personally appeared and acknowledged that the same is his free act and deed.

Given under my hand and seal this 15th day of December, 1977. My commission expires 12/16/79.

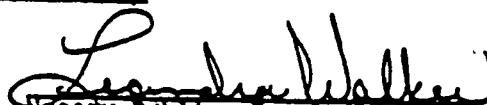

Notary Public, Ky. At Large

STATE OF KENTUCKY


COUNTY OF McCRACKEN

Subscribed and sworn to before me, a Notary Public, in and for the aforesaid state and county by the above named A. D. Wright, Jr. who personally appeared and acknowledged that the same is his free act and deed.

Given under my hand and seal this 15th day of December, 1977. My commission expires 12/16/79.


Notary Public, Ky. At Large

PREPARED BY:


TOM GARRETT
ATTORNEY AT LAW
206-10 Guthrie Building
Paducah, Kentucky

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee
December 8, 2003

In Re: *Implementation of the Federal Communications Commission's Triennial Review Order (Nine-month Proceeding) (Loop & Transport)*

Docket No. 03-00527

**CINERGY COMMUNICATIONS COMPANY'S RESPONSE TO BELL SOUTH
TELECOMMUNICATIONS, INC.'S FIRST SET OF INTERROGATORIES RE: LOOP &
TRANSPORT**

Cinergy Communications Company hereby provides its responses to BellSouth Telecommunications, Inc.'s ("BellSouth") First Set of Interrogatories.

Cinergy Communications Company hereby adopts, incorporates by reference, and renews its preliminary Objections, dated November 6, 2003. Cinergy Communications Company further responds to the First Set as follows:

INTERROGATORIES

1. Affirm or deny that you have self-provided high capacity transport facilities that you own (i.e., any DS3 or greater facilities, including dark fiber) that provide transport along a route between a pair of ILEC central offices or wire centers in each/any of the nine Southeastern states for use in your own operations. The facilities must terminate to an active physical or virtual collocation (includes all types of collocation, not just those qualifying under section 251 (c)(6) at each end of the transport route) associated with each central office of the pair and be operationally ready to provide transport into or out of each office of the pair. Answer this question in the affirmative if you are self-providing such facilities. For purposes of this question, you "own" transport facilities if (i) you have legal title to the facility; or (ii) if you have obtained dark fiber under a long term (10 or more years) IRU and have attached your own optronics to light the facility. Facilities obtained through any other means, including but not limited to special access, unbundled network elements or other services or facilities obtained from third parties, should not be included in this response.

RESPONSE: Deny. Cinergy Communications' affiliate, Kentucky Data Link, does have such facilities. We are attempting to gather data from them and will supplement these responses.

2. Affirm or deny that you offer to carriers on a wholesale basis DS1 or higher transport facilities, or dark fiber transport facilities that you own that provide a route between a pair of ILEC central offices or wire centers, to one or more pair of wire centers, in each/any of the nine states. The facilities must terminate to an active physical or virtual collocation (includes all types of collocation, not just those qualifying under section 251 (c)(6) at each end of the transport route) associated with each office of the pair and be operationally ready to provide transport into or out of each office in the pair. Answer this question in the affirmative if you are offering such facilities. For purposes of this question, you "own" a facility (i) if you have legal title to the facility, or (ii) if you have obtained on an unbundled, leased or purchased basis dark fiber and have attached your own optronics to light the facility and are serving customers using the facility. Facilities obtained through any other means, including but not limited to special access, other unbundled network elements or other services obtained from third parties, should not be included in this response.

RESPONSE: Deny. Cinergy Communications' affiliate, Kentucky Data Link, does offer wholesale transport. We are attempting to gather data from them and will supplement these responses.

3. Affirm or deny whether you have acquired on a wholesale basis from a third party (other than the ILEC or a CLEC that is a party to this proceeding) DS1, DS3, or dark fiber transport between two or more ILEC central offices in each/any of the Southeastern states. The facilities must terminate to an active physical or virtual collocation (includes all types of collocation, not just those qualifying under section 251 (c)(6)) at each end of the transport route) associated with each office of the pair and be operationally ready to provide transport into or out of each office in the pair.

RESPONSE: Deny. Cinergy Communications does obtain transport from its affiliate, Kentucky Data Link, but such transport is subject to an affiliate agreement and not purchased at wholesale.

4. For each state in Question 1 that you answered in the affirmative (that you have deployed or self-provide high capacity transport for use in your own operations), provide a list of all the paired ILEC CO to ILEC CO routes on which you have deployed such facilities identifying:

- a. The CLLI codes of the paired ILEC CO locations that make up each and every route. In each case show the "low alpha" (alphabetically first) CLLI code as Wire Center A and the "high alpha" CLLI code as Wire Center Z. (Provide the full 11 character CLLI.)
- b. Whether your self-provided transport facilities are terminated to collocations (includes all types of collocation, not just those qualifying under section 251 (c)(6) at each end of the transport route). Provide the customer name of

record for the collocation arrangement and 11-character ACTL CLLI code for the collocation arrangement.

- c. Whether your self-provided transport facilities are provisioned entirely on facilities you own (as defined in Question 1).
- d. If any of your self-provided transport facilities include facilities obtained through third parties (Yes, No); if your response is yes, indicate the vendor name.
- e. Indicate whether the facility is provided over dark fiber you have obtained from BellSouth on an IRU basis. (Yes, No)
- f. Whether you are able to immediately provide transport along the particular route.
- g. The capacity deployed and the capacity active on the route as of September 30, 2003.

RESPONSE: N/A. We will supplement this response with regard to Kentucky Data Link when that information is received.

5. For each state in Question 2 that you answered in the affirmative (that you offer at wholesale DS1, DS3 or higher, or dark fiber capacity transport) provide a list of all ILEC CO to ILEC CO routes along which you provide such transport identifying:

- a. The CLLI codes of the paired ILEC CO locations that make up the end points of each and every route. In each case show the "low alpha" (alphabetically first) CLLI code as Wire Center A and the "high alpha" CLLI code as Wire Center Z. (Provide the full 11 character CLLI.)
- b. Whether your wholesale transport facilities are terminated to collocations (includes all types of collocation, not just those qualifying under section 251 (c)(6) at each end of the transport route). Provide the customer name of record for the collocation arrangement and 11-character ACTL CLLI code of the collocation arrangement.
- c. Whether your wholesale transport services are provisioned entirely on facilities you own (as defined in Question 2).
- d. If any of your self-provided transport facilities include facilities obtained through third parties, indicate the vendor name.
- e. Indicate whether the facility is provided over dark fiber you have obtained from BellSouth on an IRU basis. (Yes, No)
- f. Whether you are willing and able immediately to provide transport along the particular route.
- g. The capacity deployed and the capacity active on the route as of September 30, 2003.

RESPONSE: N/A. We will supplement this response with regard to Kentucky Data Link when that information is received.

6. For each state in Question 3 that you answered in the affirmative (that you have acquired on a wholesale basis DS1, DS3 or higher, or dark fiber transport),

provide the following in electronic format using the worksheet¹ related to both self-provided (the Question 4 spreadsheet) and wholesale facilities (the Question 5 spreadsheet):

- a. The CLLI codes of the ILEC wire centers or COs of the starting and ending points of the transport routes;
- b. The name of the carrier or company from whom you received or purchased the transport;
- c. Whether you are operationally ready to provide transport using these facilities; and
- d. The capacity deployed and the capacity active on the route as of September 30, 2003.

RESPONSE: N/A

7. If, in response to Questions 4 and 5, you denied any of the specified characteristics, explain in detail the basis for your response. For example, if your wholesale operations are affiliated with another provider, state the name of the provider with whom you are affiliated. State also whether there are other limitations on your wholesale operations; if so, describe in detail any such limitations.

RESPONSE: N/A

8. Affirm or deny that you have self-provided high capacity loop or dark fiber facilities that you own (i.e., any DS3 or greater facilities that provide connections between a switch, wire center, collocation, point of interconnection, etc., and a customer's premises) to one or more customer locations in each/any of the nine Southeastern states for use in your own operations in providing retail service to your customers. Answer this question in the affirmative if you are self-providing such facilities. For purposes of this question, you "own" a facility (i) if you have legal title to the facility, or (ii) if it you have obtained dark fiber under a long term (10 or more years) IRU and have attached your own optronics to light the facility and are serving customers using the facility. Facilities obtained through any other means, including but not limited to, special access, unbundled network elements or other services or facilities obtained from third parties, should not be included in this response.

RESPONSE: Deny. We will supplement this response with regard to Kentucky Data Link when that information is received.

9. Affirm or deny that you offer to carriers on a wholesale basis DS1, DS3 or higher capacity loop facilities or dark fiber that you own (i.e., any DS1 or greater facilities that provide connections between a switch, wire center, collocation, point of interconnection, etc., and a customer's premises) to one or more customer locations in each/any of the nine Southeastern states. Answer this question in the affirmative if you are offering such facilities. For purposes of this question, you "own" a facility if (i) you

have legal title to the facility, or (ii) if you have obtained on an unbundled, leased or purchased basis dark fiber and have attached your own optronics to light the facility. Facilities obtained through any other means, including but not limited to special access, other unbundled network elements or other services obtained from third parties, should not be included in this response.

RESPONSE: Deny. We will supplement this response with regard to Kentucky Data Link when that information is received.

10. Affirm or deny that you have obtained from a third party (other than the ILEC or a CLEC that is a party to this proceeding), high capacity loops or dark fiber loops for the provisioning of retail services to your customers, to one or more customer locations in each/any of the nine Southeastern states. Self-provided facilities that you "own" as defined in 8 above should not be included in this response.

RESPONSE: Deny. See response to 3 above.

11. Affirm or deny that you have obtained from a third party (other than the ILEC or a CLEC that is a party to this proceeding), high capacity loops or dark fiber loops for the provisioning of services on a wholesale basis to one or more customer locations in each/any of the nine Southeastern states. Self-provided facilities that you "own" as defined in 9 above should not be included in this response.

RESPONSE: Deny. See response to 3 above.

12. For each state in Question 8 and 10 that you answered in the affirmative (that you have self-provided or obtained from a third party other than the ILEC or a CLEC that is a party to this proceeding high capacity loops or dark fiber for use in your own operations in providing retail service to your customers) provide a list of the customer locations to which you have deployed such loops, (in electronic format using the attached spreadsheets)² identifying:

- a. The RSAG valid address of each customer location.
- b. The CLLI code of the CLEC switch, wire center, collocation, point of interconnection, etc., from which the loop is extended to the customer location. (Provide the full 11-character CLLI.)
- c. Indicate whether the facility is wholly owned by you (Yes, No); if no, provide the name of the vendor from whom you have purchased all or a portion of the facilities.
- d. Indicate whether the facility is provided over dark fiber you have obtained from BellSouth on an IRU basis (Yes, No).
- e. Indicate whether or not you have the unrestricted ability to serve all customers at that location if it is a multi-tenant location. (Yes, No, NA). This

includes access to all units in the building, access to all buildings in a campus environment and equivalent access to the same minimum point of entry (MPOE), common space, house and riser and other intra building wire as the ILEC. If no, explain in detail any restrictions on your ability to serve customers and explain any and all actions you have taken to address such restrictions.

- f. The capacity deployed and capacity activated to the specific location as of September 30, 2003.

RESPONSE: N/A

13. For each state in Questions 9 and 11 that you answered in the affirmative (that you offer at wholesale DS1, DS3 or higher capacity loops) provide a list of the customer locations to which you have provided such loops (in electronic format using the attached spreadsheets),³ identifying:

- a. The RSAG valid address of each customer location.
- b. The CLLI code of the location from which the loop is extended to the customer location. (Provide the full 11-character CLLI.)
- c. Indicate whether the facility is wholly owned by you (Yes, No); if no, provide the name of the vendor from whom you have purchased all or a portion of the facilities.
- d. Indicate whether the facility is provided over dark fiber you have obtained from BellSouth on an IRU basis or UNE basis (Yes, No).
- e. Indicate whether or not you have the unrestricted ability to serve all customers at that location if it is a multi-tenant location. (Yes, No, NA). This includes access to all units in the building, access to all buildings in a campus environment and equivalent access to the same minimum point of entry (MPOE), common space, house and riser and other intra building wire as the ILEC. If no, explain in detail any restrictions on your ability to serve customers and explain any and all actions you have taken to eliminate such restrictions.
- f. Indicate whether other carriers have access to these wholesale facilities at a technically feasible point (e.g., manhole, meet point, collocation, etc).
- g. The capacity deployed and capacity activated to the specific location as of September 30, 2003.

RESPONSE: N/A

12/08/03

By: B.S. By @

CERTIFICATE OF SERVICE

I hereby certify that on December 8, 2003, a copy of the foregoing document was serviced on the parties of record, via US mail.

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526784

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February 10, 2004

S BARTOW STRANG
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JOHN B FLETCHER
1878-1961
JOHN S CARRIGER
1902-1989
JOHN S FLETCHER JR
1911-1974
ALBERT L HODGE
1910-1987
P THORNTON STRANG
1920-1999

*ALSO LICENSED IN GEORGIA
*ALSO LICENSED IN ALABAMA

OF COUNSEL
ROBERT KIRK WALKER
MICHAEL A KENT

Guy M. Hicks, Esq., General Counsel
BellSouth Telecommunications, Inc.
Suite 2101
333 Commerce Street
Nashville, TN 37201-3300

Rc: Docket No 03-00491

Dear Guy.

Attached is EPB's Nonproprietary Responses 1 through 4 to the BellSouth Subpoena Responses to 5 and 6 are being submitted separately subject to the Protective Order.

Sincerely yours,



William C. Carriger
For the Firm

WCC tm
EPB/TEL - #255
Enclosures

cc: Mr Harold E. DePriest (w/o enc.)
Mr. Ronald N. Fugatt (w/o enc.)
Mr. Larry Hinds (w/o enc.)
Mr. Carlos C. Smith (w/o enc.)
Mr. Mark W. Smith (w/o enc.)

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re. Implementation of the Federal Communications Commission's Triennial
Review Order (Nine-month Proceeding) (Loop & Transport)
Docket No. 03-00527

**ADMISSIONS AND RESPONSES BY ELECTRIC POWER BOARD OF
CHATTANOOGA TO BELLSOUTH SUBPOENA**

1. Please admit that Electric Power Board of Chattanooga, ("EPB") has deployed high capacity transport facilities to each of the central offices (identified by CLLI codes) listed in Exhibit 1 attached hereto.

RESPONSE: Admitted

2. Please admit that EPB can route or transport traffic using EPB's own facilities between any pair of central offices to which it has deployed high capacity transport facilities. This includes routing or transporting traffic directly between the central offices or indirectly through an intermediate aggregation point, such as EPB's switch or the switch of another EPB.

RESPONSE: Admitted

3. Please admit that EPB has fiber based collocation arrangements at the central offices (identified by CLLI code) listed in Exhibit 1 attached hereto.

RESPONSE Admitted

4. If EPB has denied any of the previous Requests for Admissions, state all facts and identify all documents that support such denial.

ADMITTED: Not Applicable

Respectfully submitted,

STRANG, FLETCHER, CARRIGER,
WALKER, HODGE & SMITH, PLLC

By:



William C. Carriger (BPR #1778)
Attorneys for Electric Power Board of Chattanooga
400 Krystal Building, One Union Square
Chattanooga, Tennessee 37402
(423) 265-2000

EPB/TEL - #252

525140

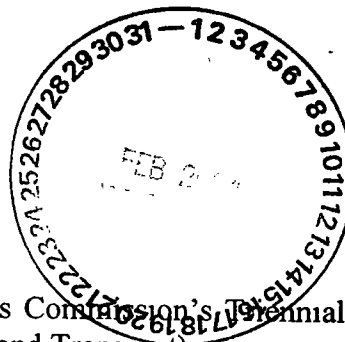


BOULT • CUMMINGS
CONNERS • BERRY PLC

Jon E. Hastings
(615) 252-2306
Fax (615) 252-6306
Email jhastings@boultcummings.com

February 2, 2004

Honorable Deborah Taylor Tate, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505



In Re. Implementation of the Federal Communications Commission's Biennial
Review Order (Nine-month Proceeding) (Loop and Transport)
Docket No 03-00527

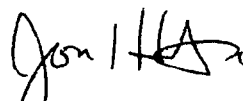
Dear Chairman Tate:

Enclosed please find the original plus fourteen (14) copies of MCI's Objections to
BellSouth's Subpoena Duces Tecum in the above captioned docket

Copies have been served on all parties of record.

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By 
Jon E Hastings

BEFORE THE TENNESSEE REGULATORY AUTHORITY

Implementation of the Federal)	
Communication Commission's)	Docket No. 03-00527
Triennial Review Order – 9 Month)	
Proceeding – Loops and Transport)	

**MCI'S OBJECTIONS TO
BELLSOUTH'S SUBPOENA DUCES TECUM**

MCImetro Access Transmission Services, LLC, Brooks Fiber Communications of Tennessee, Inc. and MCI WorldCom Communications, Inc. (hereinafter collectively referred to as "MCI"), by and through its undersigned counsel, hereby produce its Objections to the Subpoena *Duces Tecum* for Deposition served by BellSouth Telecommunications, Inc ("BellSouth")

General Objections

MCI makes the following General Objections to BellSouth's Subpoena *Duces Tecum* for Deposition, including the applicable definitions and general instructions therein ("BellSouth discovery"), which, as appropriate, are specifically identified and incorporated into the relevant responses below.

1. MCI objects to the Bell South discovery to the extent it seeks to obtain information regarding "former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of MCI" as such information is not within MCI's control, it would be unduly burdensome to attempt to obtain, and it is likely irrelevant.

2 MCI objects to the BellSouth discovery to the extent that such discovery calls for information that is exempt from discovery by virtue of the attorney-client privilege, work product privilege, or other applicable privilege

3. MCI objects to the BellSouth discovery insofar as such discovery is vague, ambiguous, overly broad, imprecise, or utilizes terms that are subject to multiple interpretations but are not properly defined or explained for purposes of these requests. Any responses provided by MCI in response to the BellSouth discovery will be provided subject to, and without waiver of, the foregoing objection

4. MCI objects to the BellSouth discovery insofar as such discovery is not reasonably calculated to lead to the discovery of admissible evidence and is not relevant to the subject matter of this action.

5 MCI objects to the BellSouth discovery insofar as it seeks information or documents, or seeks to impose obligations on MCI that exceed the requirements of the Tennessee Rules of Civil Procedure, Tennessee law, or any other applicable laws, rules or procedures

6 MCI objects to providing information to the extent that such information is already in the public record before the Tennessee Regulatory Authority (the "Authority") or which is already in the possession, custody, or control of BellSouth.

7 MCI objects to the BellSouth discovery to the extent that such discovery is overly broad, unduly burdensome, expensive, oppressive, or excessively time consuming as written.

8 MCI objects to each and every request to the extent that the information requested constitutes "trade secrets" under applicable law. To the extent that BellSouth's requests seek proprietary confidential business information that is not the subject of the "trade secrets" privilege, MCI will make such information available to counsel for BellSouth pursuant to an appropriate Protective Agreement, subject to any other general or specific objections contained herein

9. MCI is a large corporation with employees located in many different locations in Tennessee and in other states. In the course of its business, MCI creates countless documents that are not subject to Authority or FCC retention of records requirements. These documents are kept in numerous locations and are frequently moved from site to site as employees change jobs or as the business is reorganized. Therefore, it is possible that not every document has been identified in response to these requests. MCI will conduct a reasonable and diligent search of those files that are reasonably expected to contain the requested information. To the extent that the BellSouth discovery purports to require more, MCI objects on the grounds that compliance would impose an undue burden or expense.

10. MCI objects to the BellSouth discovery that seeks to obtain “all,” “each,” or “every” document, item, customer, or other such piece of information to the extent that such discovery is overly broad and unduly burdensome. Any answers that MCI may provide in response to the BellSouth discovery will be provided subject to, and without waiver of, this objection.

11. MCI objects to the BellSouth discovery to the extent such discovery seeks to have MCI create documents not in existence at the time of the request.

12. MCI objects to the BellSouth discovery to the extent that such discovery is not limited to any stated period of time or relates to a stated period of time that is longer than is relevant for purposes of the issues in this docket, as such discovery is overly broad and unduly burdensome.

13. In light of the short period of time MCI has been afforded to respond to the BellSouth discovery, the development of MCI’s positions and potentially responsive information

to the BellSouth requests is necessarily ongoing and continuing. MCI expressly reserves the right to supplement or modify its discovery responses based on its ongoing inquiry.

14. MCI objects to each and every discovery request that seeks information regarding MCI's operations in ILEC service areas other than the BellSouth ILEC service area as such information is irrelevant to BellSouth's case in this docket and such discovery is overly broad and unduly burdensome

15. The Authority previously established deadlines for the serving of discovery in this docket. Those deadlines have passed. On or about October 27, 2003 BellSouth served discovery on MCI. That discovery consisted of data requests that had been previously agreed upon by the parties as to form. On or about November 26, 2003, MCI served responses to BellSouth's discovery. On or about December 15, 2003, MCI supplemented its responses. No further discovery was filed by BellSouth, until January 23, 2004, when Bell South filed the present "Subpoena Duces Tecum." Notwithstanding the style of BellSouth's filing, BellSouth's discovery in this instance consists of interrogatories, requests for admission, and requests for production of documents, all of which were subject to the Authority's now-passed discovery deadline. BellSouth's improper efforts to evade the discovery deadline are apparent not only from reviewing BellSouth's discovery, but also because BellSouth recently served nearly identical discovery on MCI and other CLECs in the Alabama Triennial Review loop and transport docket, In re: Federal Communications Commission's Triennial Review Order (Phase III)-Route-Specific High Capacity Transport and Location-Specific High Capacity Loops, Docket No. 29054. The Alabama discovery was styled "BellSouth Telecommunications, Inc.'s Request for Admissions and Interrogatories and Requests for Production of Documents." By purporting to serve a "Subpoena Duces Tecum For Deposition," which requests that MCI appear

for a deposition and produce documents – in lieu of which MCI is invited to provide information that is “fully and completely responsive” to the “matters upon which examination is requested” – BellSouth has engaged in a transparent attempt to circumvent the Authority’s discovery deadlines and the scheduling order previously entered in this docket.

Objections to Specific Questions

1. Please admit that MCImetro Access Transmission Services, Inc., Brooks Fiber Communications of Tennessee, Inc.; MCI WorldCom, Inc. ("MCI Companies") has deployed high capacity transport facilities to each of the central offices (identified by CLLI codes) listed in Exhibit 1 attached hereto

MCI'S OBJECTION: MCI incorporates its General Objections as if fully set forth herein, specifically Objections 3, 4, 5, 7, 8, 9, 11, 12, 14 and 15. Further, MCI objects on the ground that the term "transport" is nowhere defined in BellSouth's subpoena. Thus, MCI is unable to answer this question as it is vague. Objecting further, MCI notes that it does not configure its network according to "routes" between pairs of ILEC central offices or wire centers, and it does not deploy dedicated transport on a "route," as such term is defined by the trigger analyses mandated by the Triennial Review Order, between pairs of ILEC central offices or wire centers in BellSouth service territories in Tennessee. MCI additionally objects, noting that neither the deployment of backhaul facilities nor a "route" between an MCI collocation center and an MCI switch or node constitutes dedicated transport for purposes of the Triennial Review. See Triennial Review Order, ¶¶ 365-67. Subject to and without waiving these objections, MCI states that it will respond to the extent such information is available to and is maintained by MCI.

2. Please admit that MCI Companies can route or transport traffic using MCI Companies' own facilities between any pair of central offices to which it has deployed high capacity transport facilities. This includes routing or transporting traffic directly between the central offices or indirectly through an intermediate aggregation point, such as MCI Companies' switch or the switch of another MCI Companies

MCI'S OBJECTION: MCI incorporates its General Objections as if fully set forth herein, specifically Objections 2, 3, 4, 5, 7, 8, 9, 11, 12, 13, and 15. Further, MCI objects on the ground that neither "transport" nor "route" are defined in BellSouth's subpoena. Thus, MCI is unable to answer this question as it is vague. Objecting further, MCI notes that it does not configure its network according to "routes" between pairs of ILEC central offices or wire centers, that it does not deploy dedicated transport on a "route," as such term is defined by the trigger analyses mandated by the Triennial Review Order, between pairs of ILEC central offices or wire centers in BellSouth service territories in Tennessee. MCI additionally objects, noting that neither the deployment of backhaul facilities nor a "route" between an MCI collocation center and an MCI switch or node constitutes dedicated transport for purposes of the Triennial Review. See Triennial Review Order, ¶¶ 365-67. Additionally, MCI objects to this request to the extent it seeks information regarding transport facilities other than along a "route" as defined in the Triennial Review Order. MCI also objects that this question is overbroad, unduly burdensome, oppressive and not reasonably calculated to lead to the discovery of relevant and admissible evidence. Subject to and without waiving these objections and the notice of unavailability of data, MCI states that it will respond to the extent such information is available to and maintained by MCI.

3. Please admit that MCI Companies has fiber based collocation arrangements at the central offices (identified by CLLI code) listed below

MCI'S OBJECTION: MCI incorporates its General Objections as if set forth fully herein, specifically Objections 5, 7, 8, 9, 11, 12, 13, and 15. In addition, MCI hereby provides notice that responsive information may not be available in the form requested. Further, MCI states that this question is vague and ambiguous. MCI also objects to this question to the extent MCI previously produced information responsive to this request, thus making the request duplicative, unduly burdensome, and oppressive. Subject to and without waiving these objections and the notice of unavailability of data, MCI states that it will respond to the extent such information exists and is maintained by MCI.

4. If MCI Companies has denied any of the previous Requests for Admissions, state all facts and identify all documents that support such denial.

MCI'S OBJECTION: MCI incorporates its General Objections as if set forth fully herein, specifically Objections 5, 7, 8, 9, 11, 13, and 15, as well as its objections and responses to Questions 1, 2 and 3 above. In addition, MCI hereby provides notice that responsive information may not be available in the form requested. Subject to and without waiving these objections and the notice of unavailability of data, MCI states that it will provide responsive information to the extent such information exists and is maintained by MCI.

5. If MCI Companies has admitted any portion of Item 2 above, please describe with particularity the nodes or termination points along the route.

MCI'S OBJECTION: MCI incorporates its General Objections as if set forth fully herein, specifically Objections 3, 5, 7, 8, 9, 11, 13, 14, and 15, as well as its objections and responses to Question 2 above. In addition, MCI hereby provides notice that responsive information may not be available in the form requested. MCI additionally objects to this question on the ground that it is vague, overbroad and erroneously assumes that an affirmative response to Question 2 requires the existence of responsive information to this Question.

6. If MCI Companies has deployed any high capacity loop facilities in any of the Southeastern states, please provide the percentage of buildings where MCI Companies installed its own inside wiring, the percentage of buildings where the MCI is leasing inside wiring from another carrier, including the ILEC, and the percentage of buildings where the MCI is using inside wiring owned by the building owner. In each of these situations, please describe with specificity the cost paid for installing or leasing the inside wire in buildings.

MCI'S OBJECTION: MCI incorporates its General Objections as if set forth fully herein, specifically, Objections 3, 5, 6, 7, 8, 9, 11, 13, 14, and 15. In addition, MCI hereby provides notice that responsive information may not be available in the form requested. Further, MCI objects on the ground that "inside wiring" is not defined in BellSouth's subpoena. BellSouth also does not define "percentage of building," thus there is no basis for comparing numbers of

buildings to other numbers of buildings. Thus MCI objects to and is unable to answer this question as it is vague. MCI further objects to this question as overbroad, and not reasonably calculated to lead to the discovery of relevant and admissible evidence. MCI also objects to this question to the extent MCI previously produced information responsive to this request, thus making the request duplicative, unduly burdensome, and oppressive. Subject to and without waiving these objections and the notice of unavailability of data, MCI states that it will provide responsive information to the extent such information is available and maintained by MCI.

REQUESTS FOR PRODUCTION

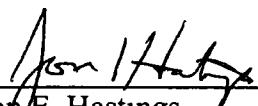
1 Produce any documents identified above

MCI'S OBJECTION. MCI incorporates its General Objections as if set forth fully herein, specifically Objections 5, 7, 8, 9, 11, 13, and 15, as well as its objections and responses to Questions 1 through 6, above. In addition, MCI hereby provides notice that responsive information may not be available in the form requested. Subject to and without waiving these objections and the notice of unavailability of data, MCI states that it will provide responsive information to the extent such information exists and is maintained by MCI.

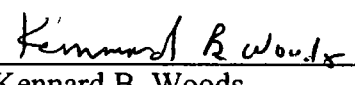
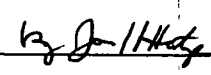
Respectfully submitted,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By


Jon E. Hastings
414 Union Street, Suite 1600
Nashville, Tennessee 37219
(615) 252-2363

By

 by  with power of attorney
Kennard B. Woods
WorldCom, Inc
Six Concourse Parkway, Suite 600
Atlanta, Georgia 30328
(770) 284-5498

CERTIFICATE OF SERVICE

I hereby certify that on February 2, 2004 a copy of the foregoing document was served on the parties of record, via electronically, US mail or hand delivery.

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Jon E Hastings

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February 11, 2004

Honorable Deborah Taylor Tate, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

In Re: Implementation of the Federal Communications Commission's Triennial
Review Order (Nine-month Proceeding) (Loop and Transport)

Docket No 03-00527

Dear Chairman Tate

Enclosed please find the original plus fourteen (14) copies of the Non-Proprietary version of MCImetro Access Transmission Services, Inc. Brooks Fiber Communications of Tennessee, Inc. and MCI WorldCom Communications, Inc. (collectively "MCI") Responses to BellSouth's Subpoena Duces Tecum in the above-referenced docket. Also enclosed in a sealed envelope is a proprietary version of the Responses.

Copies have been served on all parties of record

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

A handwritten signature in black ink, appearing to read 'Jon Hastings'.

Jon E. Hastings

BEFORE THE TENNESSEE REGULATORY AUTHORITY

Implementation of the Federal)
Communication Commission's) Docket No. 03-00527
Triennial Review Order – 9 Month)
Proceeding – Loops and Transport)

MCI'S RESPONSES TO
BELLSOUTH'S SUBPOENA DUCES TECUM

MCImetro Access Transmission Services, LLC, Brooks Fiber Communications of Tennessee, Inc. and MCI WorldCom Communications, Inc (hereinafter collectively referred to as "MCI"), by and through its undersigned counsel, hereby produce its Responses to the Subpoena *Duces Tecum* for Deposition served by BellSouth Telecommunications, Inc. ("BellSouth")

General Objections

MCI makes the following General Objections to BellSouth's Subpoena *Duces Tecum* for Deposition, including the applicable definitions and general instructions therein ("BellSouth discovery"), which, as appropriate, are specifically identified and incorporated into the relevant responses below

1. MCI objects to the BellSouth discovery to the extent it seeks to obtain information regarding "former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of MCI" as such information is not within MCI's control, it would be unduly burdensome to attempt to obtain, and it is likely irrelevant

2. MCI objects to the BellSouth discovery to the extent that such discovery calls for information that is exempt from discovery by virtue of the attorney-client privilege, work product privilege, or other applicable privilege

3 MCI objects to the BellSouth discovery insofar as such discovery is vague, ambiguous, overly broad, imprecise, or utilizes terms that are subject to multiple interpretations but are not properly defined or explained for purposes of these requests Any responses provided by MCI in response to the BellSouth discovery will be provided subject to, and without waiver of, the foregoing objection

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7 MCI objects to the BellSouth discovery to the extent that such discovery is overly broad, unduly burdensome, expensive, oppressive, or excessively time consuming as written

8. MCI objects to each and every request to the extent that the information requested constitutes "trade secrets" under applicable law To the extent that BellSouth's requests seek proprietary confidential business information that is not the subject of the "trade secrets"

privilege, MCI will make such information available to counsel for BellSouth pursuant to an appropriate Protective Agreement, subject to any other general or specific objections contained herein

9 MCI is a large corporation with employees located in many different locations in Tennessee and in other states. In the course of its business, MCI creates countless documents that are not subject to Authority or FCC retention of records requirements. These documents are kept in numerous locations and are frequently moved from site to site as employees change jobs or as the business is reorganized. Therefore, it is possible that not every document has been identified in response to these requests. MCI will conduct a reasonable and diligent search of those files that are reasonably expected to contain the requested information. To the extent that the BellSouth discovery purports to require more, MCI objects on the grounds that compliance would impose an undue burden or expense.

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11. MCI objects to the BellSouth discovery to the extent such discovery seeks to have MCI create documents not in existence at the time of the request.

12. MCI objects to the BellSouth discovery to the extent that such discovery is not limited to any stated period of time or relates to a stated period of time that is longer than is relevant for purposes of the issues in this docket, as such discovery is overly broad and unduly burdensome.

13 In light of the short period of time MCI has been afforded to respond to the BellSouth discovery, the development of MCI's positions and potentially responsive information to the BellSouth requests is necessarily ongoing and continuing. MCI expressly reserves the right to supplement or modify its discovery responses based on its ongoing inquiry.

14 MCI objects to each and every discovery request that seeks information regarding MCI's operations in ILEC service areas other than the BellSouth ILEC service area as such information is irrelevant to BellSouth's case in this docket and such discovery is overly broad and unduly burdensome.

15 The Authority previously established deadlines for the serving of discovery in this docket. Those deadlines have passed. On October 27, 2003, BellSouth served discovery on MCI. That discovery consisted of data requests that had been previously agreed upon by the parties as to form. On or about November 26, 2003, MCI served responses to BellSouth's discovery. On or about December 15, 2003, MCI supplemented its responses. No further discovery was filed by BellSouth, until January 23, 2004, when Bell South filed the present "Subpoena Duces Tecum." Notwithstanding the style of BellSouth's filing, BellSouth's discovery in this instance consists of interrogatories, requests for admission, and requests for production of documents, all of which were subject to the Authority's now-passed discovery deadline. BellSouth's improper efforts to evade the discovery deadline are apparent not only from reviewing BellSouth's discovery, but also because BellSouth recently served nearly identical discovery on MCI and other CLECs in the Alabama Triennial Review loop and transport docket, In re. Federal Communications Commission's Triennial Review Order (Phase III)-Route-Specific High Capacity Transport and Location-Specific High Capacity Loops, Docket No. 29054. The Alabama discovery was styled "BellSouth Telecommunications, Inc.'s

Request for Admissions and Interrogatories and Requests for Production of Documents.” By purporting to serve a “Subpoena Duces Tecum For Deposition,” which requests that MCI appear for a deposition and produce documents – in lieu of which MCI is invited to provide information that is “fully and completely responsive” to the “matters upon which examination is requested” – BellSouth has engaged in a transparent attempt to circumvent the Authority’s discovery deadlines and the scheduling order previously entered in this docket

Responses to Specific Questions

1. Please admit that MCImetro Access Transmission Services, Inc., Brooks Fiber Communications of Tennessee, Inc., MCI WorldCom, Inc. ("MCI Companies") has deployed high capacity transport facilities to each of the central offices (identified by CLLI codes) listed in Exhibit 1 attached hereto

MCI'S RESPONSE: MCI adopts and incorporates its General Objections 3, 4, 10, 12, 14, and 15. MCI further objects on the ground that "high capacity transport facilities" has not been defined by BellSouth. Thus, MCI is unable to answer this question as it is vague. Objecting further, MCI notes that it does not configure its network according to "routes" between pairs of ILEC central offices or wire centers. MCI additionally objects, noting that neither the deployment of backhaul facilities nor a transmission "route" between an MCI collocation and an MCI switch or node constitutes dedicated transport for purposes of the Triennial Review triggers or potential deployment analysis. See Triennial Review Order, ¶¶ 365-367. Additionally, MCI objects to this request to the extent it seeks information regarding transport or transmission facilities other than dedicated transport or along a "route" as defined in the Triennial Review Order for purposes of the triggers or potential deployment analysis. MCI withdraws the statement in its objections filed on February 2, 2004 for this Question, that it does not deploy dedicated transport on a "route," as such term is defined by the trigger analyses mandated by the Triennial Review Order, between pairs of ILEC wire centers in BellSouth service territories in Tennessee.

Subject to and without waiving these objections, MCI states that it has deployed fiber optic transmission facilities to each of the central offices listed in Exhibit 1.

2. Please admit that MCI Companies can route or transport traffic using MCI Companies' own facilities between any pair of central offices to which it has deployed high capacity transport facilities. This includes routing or transporting traffic directly between the central offices or indirectly through an intermediate aggregation point, such as MCI Companies' switch or the switch of another MCI Companies.

MCI'S RESPONSE: MCI adopts and incorporates its General Objections 3, 4, 10, 12, 14, and 15. Further, MCI objects on the ground that neither "transport" nor "route" has been defined by BellSouth. Thus, MCI is unable to answer this question as it is vague. Objecting further, MCI notes that it does not configure its network according to "routes" between pairs of ILEC central offices or wire centers. MCI additionally objects, noting that neither the deployment of backhaul facilities nor a transmission "route" between an MCI collocation and an MCI switch or node constitutes dedicated transport for purposes of the Triennial Review triggers or potential deployment analysis. See Triennial Review Order, ¶¶ 365-367. Additionally, MCI objects to this request to the extent it seeks information regarding transport or transmission facilities other than dedicated transport or along a "route" as defined in the Triennial Review Order for purposes of the triggers or potential deployment analysis. Objecting further, MCI states that the Triennial Review Order, ¶401, is clear that the "intermediate" wire center "X" is "on the incumbent LEC's network." CLEC switches or wire centers, as explained in the FCC's discussion of dedicated transport, are not on the incumbent LEC's network. Accordingly, BellSouth's interpretation of the FCC's definition of transport "routes" is inconsistent with the plain reading of the "route"

definitions provided in the TRO. MCI also objects that this question is overbroad, unduly burdensome, oppressive and not reasonably calculated to lead to the discovery of relevant and admissible evidence. MCI withdraws the statement in its objections filed on February 2, 2004 for this Question, that it does not deploy dedicated transport on a "route," as such term is defined by the trigger analyses mandated by the Triennial Review Order, between pairs of ILEC wire centers in BellSouth service territories in Tennessee

Subject to and without waiving these objections and the notice of unavailability of data, MCI states that it can neither admit nor deny this request. By way of further explanation, once traffic is delivered to MCI at any of its on-net collocation sites it theoretically "can" be delivered to any other MCI on-net collocation locations without leaving MCI's network. This means that, while it would be technically possible to provide such delivery, additional work (e.g., construction, installation) may in some instances need to be undertaken to deploy the network in the manner assumed by BellSouth. Whether such additional work has been or would be undertaken would be driven by customer demand, not network architecture. To make such assumptions, however, satisfies neither the Triennial Review triggers nor potential deployment analysis

3 Please admit that MCI Companies has fiber based collocation arrangements at the central offices (identified by CLLI code) listed below

MCI'S RESPONSE: MCI adopts and incorporates its General Objections 3, 4, 10, 12, 14, and 15. MCI further objects on the ground that the phrase "fiber based collocation arrangements" is vague and ambiguous. MCI understands a "collocation arrangement" to be an arrangement under which MCI or another CLEC obtains space within an ILEC central office

Subject to and without waiving its objections, MCI admits that it has deployed fiber optic transmission facilities that terminate at a collocation arrangement at the central offices (identified by CLLI code) listed in the Question

4 If MCI Companies has denied any of the previous Requests for Admissions, state all facts and identify all documents that support such denial

MCI'S RESPONSE: See MCI's objections and responses to RFA Nos. 1, 2, and 3. Further answering subject to and without waiving its objections and the notice of unavailability of data, MCI states that it *****PROPRIETARY INFORMATION*****.

5. If MCI Companies has admitted any portion of Item 2 above, please describe with particularity the nodes or termination points along the route.

MCI'S RESPONSE: See MCI's response to Question No. 2. Further answering, subject to and without waiving its objections and the notice of unavailability of data, MCI states that it is providing responsive information in a highly confidential attachment pursuant to the Protective Agreement previously executed between the parties to this proceeding

6 If MCI Companies has deployed any high capacity loop facilities in any of the Southeastern states, please provide the percentage of buildings where MCI Companies installed

its own inside wiring, the percentage of buildings where the MCI is leasing inside wiring from another carrier, including the ILEC, and the percentage of buildings where the MCI is using inside wiring owned by the building owner. In each of these situations, please describe with specificity the cost paid for installing or leasing the inside wire in buildings.

MCI'S RESPONSE: MCI adopts and incorporates its General Objections 3, 4, 7, 10, 11, 12, 14, and 15. In addition, MCI hereby provides notice that responsive information may not be available in the form requested. Further, MCI objects on the ground that "inside wiring" is not defined by BellSouth. BellSouth's definition of "loop" does not comport with the Triennial Review Order. BellSouth also does not define "percentage of building"; thus there is no basis for comparing numbers of buildings. Thus, MCI objects to and is unable to answer this question as it is vague. MCI further objects to this question as overbroad, and not reasonably calculated to lead to the discovery of relevant and admissible evidence. MCI also objects to this question to the extent MCI previously produced information responsive to this request, thus making the request duplicative, unduly burdensome, and oppressive.

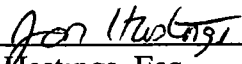
REQUESTS FOR PRODUCTION

1. Produce any documents identified above.

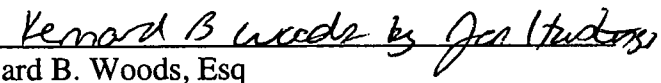
MCI'S RESPONSE: MCI hereby incorporates its objections and responses to Questions 1-6 above. In addition, MCI hereby provides notice that responsive information may not be available in the form requested.

Subject to and without waiving these objections and the notice of unavailability of data, MCI states that, as stated above, responsive documents have been previously provided to BellSouth.

Respectfully submitted this 11th day of February, 2004.



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CERTIFICATE OF SERVICE

I hereby certify that on February 11, 2004, a copy of the foregoing document was served on the parties of record, via electronically, US mail or hand delivery

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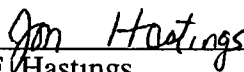
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VIA FACSIMILE: 615-214-7406**February 10, 2004**

Guy M. Hicks, Esq.
Joelle J. Phillips, Esq.
BellSouth Telecommunications, Inc.
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

Re: Subpoena Duces Tecum for Deposition and Letter dated January 23, 2004.
Implementation of the Federal Communications Commission's Triennial Review
Order (Nine-month Proceeding) (Loop & Transport) - Docket No. 03-00527.

Dear Mr. Hicks and Ms. Phillips

The purpose of this letter is to respond to the January 23, 2004, BellSouth letter and Subpoena Duces Tecum for Deposition addressed to Qwest Communications, Melissa O'Leary, Corbetta & O'Leary, commanding Qwest to appear for deposition at the offices of BellSouth Telecommunications, Inc. 333 Commerce Street, Suite 2101 Nashville, Tennessee on February 11, 2004, at 2:00 p.m.

Neither Qwest Communications Corporation ("QCC") nor Qwest Interprise America ("QIA") provides facility-based switched local services in the state of Tennessee. Neither has deployed high capacity loop facilities to the addresses listed in Exhibit 1 attached to the Subpoena.

With regard to the specific addresses listed in Exhibit 1, the 2001 Rossville Ave and 745 E 17th Street addresses in Chattanooga are QCC interexchange carrier ("IXC") points of presence ("POPs"). The other three addresses (2990 Sidco Drive in Nashville, 9001 New Lawrenceburg Highway in Mount Pleasant and 9150 Highway 203 in Savannah) are all inactive QCC sites that were previously used to provide services (maintenance) for another company. Qwest no longer has a relationship with that company.

Neither QCC nor QIA own any high capacity loop facilities to end user premises in the Southeastern states so the inside wire question is not applicable to Qwest.

February 10, 2004
Mr Hicks and Ms Phillips
Page Two

Qwest respectfully requests that BellSouth accept this letter as Qwest's full and complete response to the subpoena thereby releasing Qwest from the February 11, 2004, deposition.

Please contact me with any further questions or concerns

Sincerely,,

A handwritten signature in cursive script, appearing to read "Kimberly M. Nolan". The signature is written in dark ink and is positioned above the printed name.

Kimberly M. Nolan

Hanesworth, Carolyn

From: Shaffer, Dana [dana shaffer@xo com]
Sent: Thursday, February 12, 2004 9 41 AM
To: Hanesworth, Carolyn , Hicks, Guy
Cc: Henry Walker
Subject: I actually got the last bit of info

I needed to get these done today -- enjoy

let me know what else you need

-
Dana Shaffer

Regulatory Counsel

XO Communications, Inc.

615-777-7700

526882

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: *Implementation of the Federal Communications Commission's Triennial Review Order (Nine-month Proceeding)(Loop & Transport)*

Docket No. 03-00527

XO RESPONSE IN LIEU OF APPEARANCE FOR DEPOSITION

Question: Please admit that XO Tennessee, Inc. ("XO") has self-reported in CLONES (Central Location Online Entry System) database from Telcordia or to other third parties that it has deployed high capacity loop facilities to the addresses listed in Exhibit 1 attached hereto.

Answer: XO neither admits nor denies that the above facilities are included in the CLONES database, but asserts that, to the extent the above list includes facilities XO has leased from the ILEC, such information is, at best, irrelevant to any trigger analysis and, at worst, misleading. XO has previously provided to BellSouth information on all XO high capacity loop facilities it has deployed in response to BellSouth's First Set of Interrogatories and Requests for Production of Documents, served upon Mr. Guy Hicks for BellSouth on January 12, 2004. To the extent that the above-referenced list includes facilities not previously identified by XO, such facilities are improperly classified in the above request as "loops;" and represent an attempt by BellSouth to improperly include, in the trigger analysis, facilities XO has leased from BellSouth and/or other parties to this proceeding.

Question: Please admit that XO has deployed high capacity loop facilities to the addresses listed in Exhibit 1 attached hereto.

Answer: XO has previously provided information on all high capacity loop facilities it has deployed in response to BellSouth's First Set of Interrogatories and Requests for Production of Documents as stated above. To the extent that the above list includes facilities not previously provided by XO, DENIED.

Question: Please admit that XO Tennessee, Inc., ("XO") has deployed high capacity transport facilities to each of the central offices (identified by CLLI codes) listed in Exhibit 2 attached hereto.

Answer: Denied. This list improperly includes central offices to which XO leases ILEC facilities, and has not deployed high capacity transport facilities, for example, MRBOTNMA.

Question: Please admit that XO can route or transport traffic using XO's own facilities between any pair of central offices to which it has deployed high capacity transport facilities. This includes routing or transporting traffic directly between the central offices or indirectly through an intermediate aggregation point, such as XO's switch or the switch of another XO.

Answer: To the extent XO has deployed its own facilities to two central offices, it can route or transport traffic between those two central offices using its own facilities and its local DMS switch as the intermediate aggregation point.

Question: Please admit that XO has fiber-based collocation arrangements at the central offices (identified by CLLI code) listed in Exhibit 1 attached hereto

Answer: Admitted, however, as stated above, XO has not deployed its own transport facilities to all of these locations

Question: If XO has denied any of the previous Requests for Admissions, state all facts and identify all documents that support such denial

Answer: XO's answers are self explanatory. The relevant documentation is already in BellSouth's possession regarding the transport routes and loop locations for which BellSouth has erroneously included XO as a trigger that, in fact, are served by BellSouth facilities

Question: If XO has admitted any portion of Item 4 above, please describe with particularity the nodes or termination points along the route.

Answer: The detailed specifications, drawings, and deployment dates of all equipment and nodes at the central office locations is required to be provided to BellSouth as part of the collocation application process, and, thus, is already in BellSouth's possession. Switch information is publicly available in the LERG, and, more importantly, was previously provided by XO to BellSouth in response to BellSouth's "switching questions in lieu of discovery" in December, 2003, in the Tennessee TRO switching docket

Question: If XO has deployed any high capacity loop facilities in any of the Southeastern states, please provide the percentage of buildings where XO installed its own inside wiring, the percentage of buildings where XO is leasing inside wiring from another carrier, including the ILEC, and the percentage of buildings where XO is using inside wiring owned by the building owner. In each of these situations, please describe with specificity the cost paid for installing or leasing the inside wire in buildings

Answer: XO objects to this question, to the extent that it seeks information outside the state of Tennessee or for XO affiliates other than XO Tennessee, Inc., as unduly

burdensome, overly broad, and irrelevant. Notwithstanding such objection, and without waiving same, XO states as follows: Information on whether XO has leased any "subloop" facilities from BellSouth, and the cost therefor, is already possessed by BellSouth. However, it is XO's standard practice when ordering or deploying its own facilities to order/provision those facilities to the point of demarcation for the particular customer involved, rather than separately lease additional facilities to reach that demarc

REQUESTS FOR PRODUCTION

1. Produce any documents identified above.

CERTIFICATE OF SERVICE

I hereby certify that on February 13, 2004, a copy of the foregoing document was served on the parties of record, via the method indicated:

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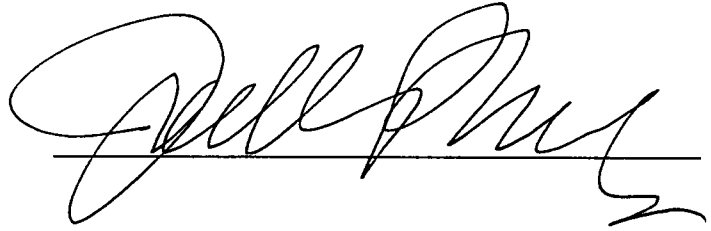
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A handwritten signature in cursive script, appearing to read "Ken Woods", is written over a horizontal line.